

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

TRUSTIVO, LLC,

Plaintiff,

v.

INTEGRATED BEHAVIORAL HEALTH
INC. d/b/a INTEGRATED BEHAVIORAL
HEALTH CORPORATION, and
RELIANT BEHAVIORAL HEALTH, LLC
d/b/a RELIANT BEHAVIORAL HEALTH
CORPORATION,

Defendants,

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Civil Action No. 1:15-cv-11470-IT

ORDER TO SHOW CAUSE

August 4, 2015

TALWANI, D.J.

Plaintiff Trustivo, LLC (“Trustivo”) filed this action in federal court on the basis of diversity jurisdiction. Compl. ¶ 4 [#1]. Trustivo alleges that it “is a Delaware limited liability company with a principal place of business at 245 First Street Riverview II, Suite 1800, Cambridge, Massachusetts.” Compl. ¶ 1.

Unlike a corporation whose citizenship depends on the state of its incorporation and its principle place of business, the citizenship of a limited liability company is based on the citizenship of each of its members. See Pramco ex rel. CFSC Consortium v. San Juan Bay Marina, 435 F.3d 51, 54-55 (1st Cir. 2006). Moreover, the First Circuit has recognized that this determination “has the potential to be iterative,” and that if a member of a limited liability company is also an unincorporated entity, “the citizenship of each of that member’s members . . . must then be considered.” D.B. Zwirn Special Opportunities Fund, L.P. v. Mehrota, 661 F.3d

124, 126-127 (1st Cir. 2011).

Accordingly, the jurisdictional allegations in Trustivo's complaint are insufficient to show that the court has subject matter jurisdiction over this case pursuant to 28 U.S.C. § 1332. Trustivo is hereby ordered to file no later than August 19, 2015, an affidavit stating its citizenship as well as the citizenship of each of its members (and any of their unincorporated members).

IT IS SO ORDERED.

August 4, 2015

/s/ Indira Talwani
United States District Judge